

UNITED STATES BANKRUPTCY COURT District of Delaware				VOLUNTARY PETITION	
Name of Debtor (if individual, enter Last, First, Middle): <b>Syms Corp.</b>			Name of Joint Debtor (Spouse) (Last, First, Middle):		
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):			All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):		
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): <b>Tax-I.D. No. 22-2465228</b>			Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):		
Street Address of Debtor (No. and Street, City, and State): <b>One Syms Way Secaucus, New Jersey</b> <div style="text-align: right;">ZIP CODE <b>07094</b></div>			Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP CODE</div>		
County of Residence or of the Principal Place of Business: <b>Hudson</b>			County of Residence or of the Principal Place of Business:		
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>			Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>		
Location of Principal Assets of Business Debtor (if different from street address above): <b>Various</b>			<div style="text-align: right;">ZIP CODE</div>		
<b>Type of Debtor</b> (Form of Organization) (Check one box.)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		<b>Nature of Business</b> (Check one box.)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <b>Retail</b>  <b>Tax-Exempt Entity</b> (Check box, if applicable.)  <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box.)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts</b> (Check one box.)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.	
<b>Filing Fee</b> (Check one box.)  <input checked="" type="checkbox"/> Full Filing Fee attached.  <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.			<b>Chapter 11 Debtors</b>  <b>Check one box:</b> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).  <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).  <b>Check all applicable boxes:</b> <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).		
<b>Statistical/Administrative Information</b>  <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.					THIS SPACE IS FOR COURT USE ONLY
<b>Estimated Number of Creditors</b> <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input checked="" type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000					
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					
<b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input checked="" type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million					

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<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): <b>Syms Corp.</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)</b>			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)</b>			
Name of Debtor: <b>See Attached Schedule 1</b>	Case Number: <b>Pending</b>	Date Filed: <b>Same</b>	
District: <b>District of Delaware</b>	Relationship: <b>Affiliates</b>	Judge: <b>Pending</b>	
<b>Exhibit A</b>  (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)  <input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.		<b>Exhibit B</b> (To be completed if debtor is an individual whose debts are primarily consumer debts.)  I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).  X _____ Signature of Attorney for Debtor(s) (Date)	
<b>Exhibit C</b>  Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?  <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>  (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)  <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.  If this is a joint petition:  <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box.)  <input type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.  <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.  <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)  <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)  <div style="text-align: right; margin-right: 100px;">         _____          (Name of landlord that obtained judgment)       </div> <div style="text-align: right; margin-right: 100px;">         _____          (Address of landlord)       </div> <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and  <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.  <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

**Voluntary Petition**

(This page must be completed and filed in every case.)

Name of Debtor(s):  
**Syma Corp.****Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X \_\_\_\_\_  
Signature of DebtorX \_\_\_\_\_  
Signature of Joint Debtor\_\_\_\_\_  
Telephone Number (if not represented by attorney)\_\_\_\_\_  
Date**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.☐ Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.X \_\_\_\_\_  
(Signature of Foreign Representative)\_\_\_\_\_  
(Printed Name of Foreign Representative)\_\_\_\_\_  
Date**Signature of Attorney\***X   
Signature of Attorney for Debtor(s)  
**Mark S. Cheh**Printed Name of Attorney for Debtor(s)  
**Skadden, Arps, Slate, Meagher & Flom LLP**Firm Name  
**One Rodney Square****P.O. Box 838****Wilmington, DE 19899**Address  
**302-651-3000**Telephone Number  
**11/02/2011**\_\_\_\_\_  
Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

X \_\_\_\_\_  
Address\_\_\_\_\_  
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X   
Signature of Authorized Individual  
**Gary Binkoski**Printed Name of Authorized Individual  
**Interim Chief Financial Officer**Title of Authorized Individual  
**11/02/2011**\_\_\_\_\_  
Date

## **SCHEDULE 1**

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed in this Court a petition for relief under chapter 11 of title 11 of the United States Code.

1. Filene's Basement, LLC
2. Syms Corp.
3. Syms Clothing, Inc.
4. Syms Advertising Inc.

*[If debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]*

# UNITED STATES BANKRUPTCY COURT

District of Delaware

In re Syms Corp., ) Case No. \_\_\_\_\_  
 Debtor )  
 )  
 ) Chapter 11

## EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 001-08546.

2. The following financial data is the latest available information and refers to the debtor's condition on September 2011.

a. Total assets	\$	<u>227,762,190.00</u>	
b. Total debts (including debts listed in 2.c., below)	\$	<u>56,644,103.00</u>	
c. Debt securities held by more than 500 holders:			Approximate number of holders:
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	_____	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	_____	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	_____	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	_____	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	_____	_____
d. Number of shares of preferred stock		_____	_____
e. Number of shares common stock		<u>14,448,188</u>	<u>1.100 (approx.)</u>

Comments, if any: \_\_\_\_\_

The number of shares of outstanding common stock and number of holders of common stock is as of August 27, 2011.

3. Brief description of debtor's business:

The debtor owns and operates a chain of "off price" retail stores. The stores are located in the Northeastern, Mid Atlantic, Midwest, Southeast, and Southwest regions of the US. The stores offer a broad range of first quality, in-season merchandise bearing nationally recognized designer and brand-name labels.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor: Marcy Syms, as an individual, as trustee to the Marcy Syms Revocable Living Trust, and as trustee to the Laura Merns Living Trust.

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

	X		
	:		
In re:	:		Chapter 11
	:		
SYMS CORP.,	:		Case No. 11- ____ ( )
	:		
Debtor.	:		
	:		
	X		

**LIST OF CREDITORS**  
**HOLDING 20 LARGEST UNSECURED CLAIMS**

This list contains creditors holding the twenty (20) largest unsecured claims (the "List of Creditors") against Syms Corp. (the "Debtor") as of approximately October 27, 2011. This List of Creditors is based upon the books and records of the Debtor. The information presented in this List of Creditors shall not constitute any admission by, nor is it binding on, the Debtor.

This List of Creditors is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 case. This List of Creditors does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101 or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the largest unsecured claims.

	Creditor	Contact, Mailing Address and Telephone Number (Chief Executive Officer, CFO, COO OR Treasurer)	Nature of Claim	Amount of Claim	Contingent, Unliquidated or Disputed
1.	Pension Benefit Guarantee Corporation	Israel Goldowitz Office of the Chief Counsel (202) 326-4020  1200 K Street N.W. Suite 340 Washington, DC 20005-4026	Pension	Unknown	Contingent, Unliquidated
2.	Peerless Clothing	Alvin Segal Chairman and Chief Executive Officer (212)541-8720  8888 Boul. Pie IX Montréal, QC H1Z 4J5 Canada	Accounts Payable	\$2,928,036.34	

	<b>Creditor</b>	<b>Contact, Mailing Address and Telephone Number (Chief Executive Officer, CFO, COO OR Treasurer)</b>	<b>Nature of Claim</b>	<b>Amount of Claim</b>	<b>Contingent, Unliquidated or Disputed</b>
3.	Dawson Forte Cashmere	David Cooper Finance Director 01450 365555  Burnfoot Industrial Estate Hawick TD9 8RJ Scotland	Accounts Payable	\$763,941.00	
4.	Rosenthal & Rosenthal Inc	Stephen J. Rosenthal Chairman and Chief Executive Officer (212) 356-1400  1370 Broadway New York, NY 10018	Factor	\$738,907.30	
5.	Milberg Factors, Inc.	Stephen R. Murphy Senior Vice President, Secretary and Treasurer (212) 697-4200  99 Park Avenue New York, NY 10016	Factor	\$417,375.50	
6.	Mystic Incorporated	Richard Kringstein Chief Executive Officer and Co-President (212) 239-2025  463 7th Avenue Floor 12 New York, NY 10018-4502	Accounts Payable	\$326,536.00	
7.	Samsonite, LLC	Timothy Charles Parker Executive Director, Chairman and Chief Executive Officer (508) 851-1400  575 West Street, Suite 110 Mansfield, MA 02048	Accounts Payable	\$325,900.00	
8.	Hart Schaffner Marx	Doug Williams Chief Executive Officer (212)826-3510  125 Park Avenue 7th Floor New York, NY 10017	Accounts Payable	\$323,200.00	
9.	Warnaco/CK Underwear	Joseph R. Gromek President and Chief Executive Officer (212) 287-8000  New York, NY Offices 501 7th Avenue New York, NY 10018	Accounts Payable	\$227,011.55	

	<b>Creditor</b>	<b>Contact, Mailing Address and Telephone Number (Chief Executive Officer, CFO, COO OR Treasurer)</b>	<b>Nature of Claim</b>	<b>Amount of Claim</b>	<b>Contingent, Unliquidated or Disputed</b>
10.	Hickey Freeman	Doug Williams Chief Executive Officer (212) 826-3510  125 Park Avenue 7th Floor New York, NY 10017	Accounts Payable	\$220,220.00	
11.	S. Rothschild & Co.	Isadore Friedman Chief Executive Officer (212) 354-8164  500 Fashion Avenue Floor 6 New York, NY 10018-4502	Accounts Payable	\$209,479.00	
12.	Forsyth Of Canada	Harris R. Hester Chief Executive Officer (905) 362-1400  6789 Airport Rd, Mississauga ON, L4V 1N2 Canada	Accounts Payable	\$208,311.00	
13.	Phillips-Van Heusen	Emanuel Chirico Chairman and Chief Executive Officer (212) 381-3500  200 Madison Avenue New York, NY 10016	Accounts Payable	\$206,226.70	
14.	Sterling Factors Corp.	Louis J. Cappelli Chairman and Chief Executive Officer (212) 575-4413 chairman@sterlingbancorp.com  500 Seventh Avenue 10th Floor New York, NY 10018-4502	Factor	\$185,475.00	
15.	Carolee LLC	Joel Fivas Chief Financial Officer (203) 629-1139  88 Hamilton Avenue Stamford, CT 06902	Accounts Payable	\$184,391.84	
16.	VF Sportswear, Inc	Eric C. Wiseman Chairman, President and Chief Executive Officer (336) 424-6000  105 Corporate Center Boulevard Greensboro, NC 27408	Accounts Payable	\$177,630.80	



	<b>Creditor</b>	<b>Contact, Mailing Address and Telephone Number (Chief Executive Officer, CFO, COO OR Treasurer)</b>	<b>Nature of Claim</b>	<b>Amount of Claim</b>	<b>Contingent, Unliquidated or Disputed</b>
17.	Swank Inc	John Tulin Chairman of the Board and Chief Executive Officer (212) 867-2600  90 Park Avenue, 13th floor New York, NY 10016	Accounts Payable	\$175,101.50	
18.	Gruner & Co., Inc.	Harvey Arfa Managing Director and Owner (212) 974-3100  641 Lexington Avenue, # 632 New York, NY 10022-4578	Accounts Payable	\$173,400.00	
19.	Jones Apparel Group	Wesley R. Card Chief Executive Officer (212) 642-3860  1411 Broadway New York, NY 10018	Factor	\$173,338.85	
20.	Columbia Sportswear Company	Tim Boyle President and Chief Executive Officer (503) 985-4000  14375 NW Science Park Portland, OR 97299	Accounts Payable	\$ 163,946.95	

**DECLARATION UNDER PENALTY OF PERJURY**

I, Gary Binkoski, Authorized Signatory for the Debtor, declare under penalty of perjury that I have read the foregoing List of Creditors and that it is true and correct to the best of my knowledge, information and belief.

Dated: Secaucus, New Jersey  
November 2, 2011

By: 

Name: Gary Binkoski

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

-----	X	
In re:	:	Chapter 11
	:	
SYMS CORP.,	:	Case No. 11- ____ ( )
	:	
Debtor.	:	
-----	X	

**CORPORATE OWNERSHIP STATEMENT OF SYMS CORP.**

There is no corporation that directly or indirectly owns 10% or more of any class of debtor's equity interests. This statement is in accordance with Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure.

**DECLARATION**

I, Gary Binkoski, Authorized Signatory for the debtor in this case, declare under penalty of perjury that I have read the foregoing Corporate Ownership Statement and that it is true and correct to the best of my knowledge, information and belief.

Dated: Secaucus, New Jersey  
November 2, 2011

By: Gary P. Binkoski  
Name: Gary Binkoski

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

----- x  
In re: : Chapter 11  
SYMS CORP., : Case No. 11- \_\_\_\_ ( )  
Debtor. :  
----- x

**LIST OF EQUITY SECURITY HOLDERS**

The list attached hereto as Appendix 1 (the "List of Equity Security Holders") contains the equity security holders of Syms Corp. (the "Debtor"), which has been prepared in accordance with Fed. R. Bankr. P. 1007(a)(3).

**DECLARATION**

I, Gary Binkoski, Authorized Signatory for the Debtor, declare under penalty of perjury that I have read the List of Equity Security Holders and that it is true and correct to the best of my knowledge, information and belief.

Dated: Secaucus, New Jersey  
November 2, 2011

By:   
Name: Gary Binkoski

**APPENDIX 1**  
**LIST OF EQUITY HOLDERS OF SYMS CORP.**

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Number of Shares</b>	<b>Type of Shares</b>
Ackerman Institute For Family Inc	Ruth Perl Kahn Fund Attn Lois Braverman 149 E 78th St New York, NY 10075-0405	10	Common Stock
Angelilli, Peter	370 Hollywood Ave Crestwood, NY 10706	100	Common Stock
Aroff, Deborah	8936 155th Ave Howard Beach, NY 11414-1501	1	Common Stock
Aroff, Jeffrey	89-36 155th Ave Howard Beach, NY 11414-1501	1	Common Stock
Aroff, Pamela	89-36 155th Ave Howard Beach, NY 11414-1501	1	Common Stock
Asher, David	215 W 88th St New York, NY 10024-2321	1	Common Stock
Asher, Sabrina	215 W 88th St New York, NY 10024-2321	1	Common Stock
Baer, Lee Anne	420 E 23Rd St 1G New York, NY 10010-5043	1	Common Stock
Barington Capital Group Lp	888 Seventh Ave 17th Floor New York, NY 10106-0001	100	Common Stock
Barington Companies Advisors LLC	888 Seventh Ave New York, NY 10106-0001	100	Common Stock
Barington Companies Advisors LLC	888 Seventh Ave New York, NY 10106-0001	100	Common Stock
Barington Companies Management	888 Seventh Ave New York, NY 10106-0001	100	Common Stock
Barington Offshore Advisors	888 Seventh Ave New York, NY 10106-0001	100	Common Stock
Barington Offshore Advisors II LLC	888 Seventh Ave New York, NY 10106-0001	100	Common Stock
Bellask, Steven & Bellask, Lori	57 Colgate Dr Plainview, NY 11803-1803	100	Common Stock
Berday, Lori	10935 Avenida Santa Ana Boca Raton, FL 33498-6718	1	Common Stock
Berday, Sophie	10935 Avenida Santa Ana Boca Raton, FL 33498-6718	1	Common Stock
Berlinger, Debra	843 Central Ave Woodmere, NY 11598-2144	1	Common Stock
Bocchi, Larissa	85 08 Wicklow Pl Jamaica, NY 11432-2461	10	Common Stock
Bormann, Alvin A & Bormann, Patricia A	RR 1 Livermore, IA 50558	100	Common Stock
Boutin, Clinton	400 E 89th St Apt 16H New York, NY 10128-6732	1	Common Stock
Brailsford, Allen	5 Grandview Drive Asheville, NC 28806	200	Common Stock
Brunner, Richard	Box 552Nt Oval Apt 9G Chester, NY 10918	1	Common Stock
Buffett Foundation	C/D Melissa How 222 Kiewit Plaza Omaha, NE 68131-3302	100	Common Stock

**APPENDIX 1**  
**LIST OF EQUITY HOLDERS OF SYMS CORP., cont.**

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Number of Shares</b>	<b>Type of Shares</b>
Buveneswari Balachandran & B Venkateswaran	30 Newport Dr Princeton Jct, NJ 08550-2224	100	Common Stock
Carson, Ele	1826 Arcola Ave Silver Spring, MD 20902-2831	100	Common Stock
Cede & Company <sup>1</sup>	55 Water St New York, NY 10041	6,493,592	Common Stock
Cohen, Jeryl Ann	569 Riverside Dr Princeton, NJ 08540-4007	120	Common Stock
Comerica Bank & Trust NA & Merns, Karen	Stephen A Merns Residuary Trust 230 Park Ave Ste 634 New York, NY 10169	42,310	Common Stock
Comfort, Kenneth Jerold	320 Columbia Street Box 74 Cohoes, NY 12047-2216	100	Common Stock
Cosentino, Amanda	115 Blackburn Rd Basking Ridge, NJ 07920-3605	10	Common Stock
Cosentino, Camille	115 Blackburn Rd Basking Ridge, NJ 07920-3605	10	Common Stock
Cosentino, Danielle	115 Blackburn Rd Basking Ridge, NJ 07920-3605	10	Common Stock
Cosentino, Eric	115 Blackburn Rd Basking Ridge, NJ 07920-3605	10	Common Stock
Cosentino, Mark	115 Blackburn Rd Basking Ridge, NJ 07920-3605	10	Common Stock
Crain, Richard Lacey	Box 6141 Community Branch Alexandria, VA 22306	1	Common Stock
Crawford, Diane	245 E 19th St 10F New York, NY 10003-2652	1	Common Stock
Crawford, Talia	245 E 19th St 10F New York, NY 10003-2652	1	Common Stock
Criscione, Christina	13953 Panay Way C225 Marina DI Rey, CA 90292-6158	110	Common Stock
Criscione, Ciarra	76 Blackburn Rd Basking Ridge, NJ 07920-2667	10	Common Stock
Criscione, J S Cust	Victoria A Criscione 76 Blackburn Drive Basking Ridge, NJ 07920-2667	100	Common Stock
Criscione, Jessica	12 Ridge View Ave West Orange, NJ 07052-4316	10	Common Stock
Criscione, Joseph Cust	Joseph David Criscione 76 Blackburn Road Basking Ridge, NJ 07920-2667	100	Common Stock
Criscione, Joseph D	76 Blackburn Rd Basking Ridge, NJ 07920-2667	10	Common Stock

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<sup>1</sup> Cede & Co. is the nominee name for The Depository Trust Company, the central securities depository in the United States. This position is comprised of bank and brokerage firms with holdings in the security, which may be holding on their own behalf, or on behalf of other underlying beneficial owners.

**APPENDIX 1**  
**LIST OF EQUITY HOLDERS OF SYMS CORP., cont.**

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Number of Shares</b>	<b>Type of Shares</b>
Criscione, Joseph S & Criscione, Miriam S	the Criscione Family Trust 1974 Hogan Dr Melbourne, FL 32935-4564	100	Common Stock
Criscione, Robert	12 Ridgeview Ave West Orange, NJ 07052-4316	10	Common Stock
Criscione, Sabrina	1 Harborside Pl 447 Jersey City, NJ 07311-3927	10	Common Stock
Cutrone, Paula	943 Edgegrove Ave Staten island, NY 10309-2306	1	Common Stock
Daniel, Glenn R	301 S.Main Street Middletown, OH 45044-4230	50	Common Stock
Davidow, Sandra N	3546 S Ocean Blvd Palm Beach, FL 33480-5739	1	Common Stock
De Angelo, Raymond	4721 E Copa De Oro Rd Anaheim, CA 92807-3633	1	Common Stock
Delaware Charter G&T C/O Jay Weiner	150 Brushy Hill Rd Danbury, CT 06810-8431	10	Common Stock
Delaware Charter G&T Co Tr	Cust David R Kay 85 Oakdale Lane Roslyn Heights, NY 11577-1534	10	Common Stock
Delaware Charter G&T Cust	David A Brauner 315 W 106 St Apt 11A New York, NY 10025-3447	10	Common Stock
Delaware Charter G&Tco Cust	Katherine Dalsimer 275 Central Park West 18D New York, NY 10024-3058	10	Common Stock
Demarco, Sergio & Demarco, Karen	306 Smith Ct Edgewater, NJ 07020-1659	1	Common Stock
Devries, Jeremy	P O Box 13 Briarcliff Manor, NY 10510-0013	100	Common Stock
Diamond, Evan	97 Lexington Ave Apt 3 Cambridge, MA 02138-3320	10	Common Stock
Dieterly II, Robert C	2803 Omega Pl Roslyn, PA 19001-2909	65	Common Stock
Dipierro, Ricardo	Farmers Hills Rd Carmel, NY 10512	100	Common Stock
Donahue, Helen M	40 Meredith Circle Milton, MA 02186-3916	100	Common Stock
Dreyer, George E	154 Wright Rd Rockville Centre, NY 11570-1240	10	Common Stock
Dreyer, Marilyn A	154 Wright Rd Rockville Centre, NY 11570-1240	10	Common Stock
Dukas, Benjamin	35 Bennett Rd Teaneck, NJ 07666-5513	1	Common Stock
Dukas, Eitan	35 Bennett Rd Teaneck, NJ 07666-5513	1	Common Stock
Dukas, Gail	35 Bennett Rd Teaneck, NJ 07666-5513	1	Common Stock
Dukas, Joshua	35 Bennett Rd Teaneck, NJ 07666-5513	1	Common Stock
Dukas, Richard	35 Bennett Rd Teaneck, NJ 07666-5513	1	Common Stock

**APPENDIX 1**  
**LIST OF EQUITY HOLDERS OF SYMS CORP., cont.**

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Number of Shares</b>	<b>Type of Shares</b>
Dupuis, Helen K	155 Turrell Ave South Orange, NJ 07079-2346	1	Common Stock
Eichel, Charles	18585 Horizon Ave Boca Raton, FL 33496-5073	50	Common Stock
Esopus Creek Value LP	500 Fifth Ave Suite 26 New York, NY 10110-0002	1,000	Common Stock
Etzel, Daniel A Cust	Ameila G Etzel 248 Turkey Tree Cibolo, TX 78108-4215	100	Common Stock
Euler, Stephen	42 Alana Dr Hawthorne, NJ 07506-3445	10	Common Stock
Fabrizio, James Peter	420 E 23Rd St 1G New York, NY 10010-5043	30	Common Stock
Fein, Leslie R	20 Donellan Rd Scarsdale, NY 10583-2008	10	Common Stock
Figarelli, Donald	4 N 136 Nugent Addison, IL 60101-2616	10	Common Stock
Forlenza, Ronald S & Forlenza, Susan W	170 W End Ave Apt SP New York, NY 10023-5444	2	Common Stock
Frank, Charlotte	4047 Cocoplum Circle Coconut Creek, FL 33063	200	Common Stock
Fraternale, Lori	7 Newton Court Croton On Hudson, NY 10520-1540	1	Common Stock
Fraternale, Lori Cust	Adam Fraternal 7 Newton Court Croton On Hudson, NY 10520-1540	1	Common Stock
Fraternale, Lori Cust	Daniel Fraternal 7 Newton Court Croton On Hudson, NY 10520-1540	1	Common Stock
Friedman, David & Friedman, Toby	11319 Baroque Road Silver Spring, MD 20901-5010	100	Common Stock
Fusco Jr, Joseph & Fusco III, Joseph	470 West End Ave New York, NY 10024-4933	2	Common Stock
Galvin, Peter	102 Waterman Av Cranston, RI 02910-4524	30	Common Stock
Germuska, Paula	13632 Garfield St Unit A Thornton, CO 80602-8848	1	Common Stock
Giglio, Grace & Morda, Matilda	85 Shoreview Or Yonkers, NY 10710-1332	1	Common Stock
Goldberg, Richard	1255 S Avignon Drive Gladwyne, PA 19035-1042	1	Common Stock
Grady, Francis J & Napoleon, Clarisa	2014 N Railroad Ave Staten Island, NY 10306-2748	1	Common Stock
Green Workman, Brenda	19813 Linnet St Woodland Hills, CA 91364-3622	1	Common Stock
Gross, Ronald	11517 W Hill Dr North Bethesda, MO 20852-3748	5	Common Stock
Gurvitz, Jeremy	420 E 23Rd St 1G New York, NY 10010-5043	1	Common Stock
Hadley Hutchins, Diana	397 Yorkshire Rd Bryn Mawr, PA 19010-1215	150	Common Stock



**APPENDIX 1**  
**LIST OF EQUITY HOLDERS OF SYMS CORP., cont.**

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Number of Shares</b>	<b>Type of Shares</b>
Haggan, Amparo	195 G Gold St N Arlington, NJ 07031-5201	100	Common Stock
Harrow, Alex	4 Stuyvesant Oval Apt 6G New York, NY 10009-2409	1	Common Stock
Harrow, Maxwell	4 Stuyvesant Oval Apt 6G New York, NY 10009-2409	1	Common Stock
Harrow, Miriam	4 Stuyvesant Oval Apt 6G New York, NY 10009-2409	1	Common Stock
Harrow, Vivian	4 Stuyvesant Oval Apt 6G New York, NY 10009-2409	1	Common Stock
Harten, Deborah M	237 Montreal Ave Staten Island, NY 10306-3909	1	Common Stock
Hitchcock, Jeanne D & Hitchcock, Heather E	5882 Pimlico Rd Baltimore, MD 21209-4203	4	Common Stock
Hitchcock, Jeanne D & Hitchcock, Connie Jeanne	5882 Pimlico Rd Baltimore, MD 21209-4203	4	Common Stock
IK LLC C/O Kahn Brothers & Co Inc	555 Madison Ave 22nd Fl New York, NY 10022-3318	1	Common Stock
Jaeger, Amy	1 Newton Court Croton On Hudson, NY 10520-1540	1	Common Stock
Jaeger, Amy Cust	Alex Jaeger 1 Newton Court Croton On Hudson, NY 10520-1540	1	Common Stock
Jaeger, Amy Cust	Emily Jaeger 1 Newton Court Croton On Hudson, NY 10520-1540	1	Common Stock
Kahan, Sam Cust Kahan, Jonathan	2919 W Lunt Chicago, IL 60645-2919	100	Common Stock
Kahn Brothers & Co Inc	Irving Donald & thomas Kahn 555 Madison Ave 22nd Fl New York, NY 10022-3318	100	Common Stock
Kahn Brothers Advisors LLC C/O Kahn Brothers LLC	555 Madison Ave 22nd Fl New York, NY 10022-3318	1	Common Stock
Kahn Brothers Asset Management	555 Madison Ave 22nd Fl New York, NY 10022-3301	1	Common Stock
Kahn Brothers Group Inc	K thomas Irving & Donald Kahn 555 Madison Ave 22nd Fl New York, NY 10022-3318	1	Common Stock
Kahn Brothers Group Inc	555 Madison Ave 22nd Fl New York, NY 10022-3318	1	Common Stock
Kahn Brothers Group Inc	555 Madison Ave 22nd Fl New York, NY 10022-3318	1	Common Stock
Kahn Brothers Group Inc R&I C/O Thomas G Kahn	555 Madison Ave 22nd Fl New York, NY 10022-3318	1	Common Stock
Kahn Brothers LLC	555 Madison Ave 22nd Fl New York, NY 10022-3318	1	Common Stock
Kahn Brothers Value Fund LP	Att thomas G Kahn 555 Madison Ave 22nd Fl New York, NY 10022-3318	1	Common Stock
Kahn, Andrew S	284 Mott St Apt 9-0 New York, NY 10012-3471	1	Common Stock

**APPENDIX 1**  
**LIST OF EQUITY HOLDERS OF SYMS CORP., cont.**

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Number of Shares</b>	<b>Type of Shares</b>
Kahn, Andrew Scott	555 Madison Ave 22nd Fl New York, NY 10022-3318	2	Common Stock
Kahn, Donald	115 W Island Ave Minneapolis, MN 55401-1509	1	Common Stock
Kahn, Donald	115 W Island Ave Minneapolis, MN 55401-1509	1	Common Stock
Kahn, Donald	115 W Island Ave Minneapolis, MN 55401-1509	1	Common Stock
Kahn, Donald Cust	Maia Charlotte Kahn 115 W Island Ave Minneapolis, MN 55401-1509	1	Common Stock
Kahn, Donald Cust	Manndon Irving Kahn 115 W Island Ave Minneapolis, MN 55401-1509	1	Common Stock
Kahn, Donald Cust	Minjonet Ruthelle Conner Kahn 115 W Island Ave Minneapolis, MN 55401-1509	1	Common Stock
Kahn, Donald & Kahn, Alan	Jeremy David Kahn C/O Kahn Brothers & Co Inc 555 Madison Ave 22nd Fl New York, NY 10022-3318	1	Common Stock
Kahn, Donald & Kahn, Jeremy	Nina Rain Morrison Ruth 555 Madison Ave 22nd Fl New York, NY 10022-3318	1	Common Stock
Kahn, Donald & Kahn, Phyllis Ann	115 W Island Ave Minneapolis, MN 55401-1509	1	Common Stock
Kahn, Donald & Kahn, Thomas G	Andrew Scott Kahn C/O Kahn Brothers & Co Inc 555 Madison Ave 22nd Fl New York, NY 10022-3318	10	Common Stock
Kahn, Donald & Kahn, Thomas G	Elizabeth Joy Kahn C/O Kahn Brothers & Co Inc 555 Madison Ave 22nd Fl New York, NY 10022-3318	10	Common Stock
Kahn, Donald & Kahn, Thomas G	Victoria R Kahn C/O Kahn Brothers & Co Inc 555 Madison Ave 22nd Fl New York, NY 10022-3318	20	Common Stock
Kahn, Donald W & Kahn, Alan R & Kahn, Thomas G	C/O Kahn Brothers & Co Inc 555 Madison Ave 22nd Fl New York, NY 10022-3318	1	Common Stock
Kahn, Donald W Cust	Kaitlin Acacia McNally 115 West Island Ave Minneapolis, MN 55401-1509	1	Common Stock
Kahn, Elizabeth J	25 Central Park W 16J New York, NY 10023-7209	1	Common Stock
Kahn, Gilbert S & Kahn, John J Noffo	251 Jungle Rd Palm Beach, FL 33480	25	Common Stock
Kahn, Irving	C/O Kahn Brothers 555 Madison Ave 22nd Fl New York, NY 10022-3301	1	Common Stock

**APPENDIX 1**  
**LIST OF EQUITY HOLDERS OF SYMS CORP., cont.**

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Number of Shares</b>	<b>Type of Shares</b>
Kahn, Irving & Donald	Non-Exempt Gst Trust 555 Madison Ave Fl 22 New York, NY 10022-3318	1	Common Stock
Kahn, Irving & Donald	Credit Shelter Trust 555 Madison Ave 22nd Fl New York, NY 10022-3318	1	Common Stock
Kahn, Irving & Donald	Gst Exempt Trust 555 Madison Ave 22nd Fl New York, NY 10022-3318	1	Common Stock
Kahn, Jeremy David	70 S Winooski Ave 269 Burlington, VT 05401-3898	1	Common Stock
Kahn, Michele & Kahn, Donald	Kahn Family Trust 555 Madison Ave 22nd Floor New York, NY 10022-3318	1	Common Stock
Kahn, Michele & Thomas Graham	Foundation Inc 25 Central Park W Apt 16J New York, NY 10023-7209	10	Common Stock
Kahn, Michele & Thomas Graham	Davidow Kahn Memorial Fund 555 Madison Ave 22nd Fl New York, NY 10022-3318	1	Common Stock
Kahn, Phyllis & Donald	115 Island Ave W Minneapolis, MN 55401-1509	10	Common Stock
Kahn, Phyllis Ann	115 W Island Ave Minneapolis, MN 55401-1509	1	Common Stock
Kahn, Thomas G	C/O Kahn Brothers & Co Inc 555 Madison Ave 22nd Flr New York, NY 10022-3318	1	Common Stock
Kahn, Thomas G Cust	Elizabeth Joy Kahn C/O Kahn Brothers & Co Inc 555 Madison Ave 22nd Fl New York, NY 10022-3318	2	Common Stock
Kane, Colton James	1245 Canyon Way Wellington, FL 33414-3143	1	Common Stock
Kane, Gary	1245 Canyon Way Wellington, FL 33414-3143	1	Common Stock
Kane, Spencer Jaye	1245 Canyon Way Wellington, FL 33414-3143	1	Common Stock
Kantounis, Stratos Jeffrey Cust	Stratos John Kantounis 7 the Loch Rockville Ctr, NY 11570-4522	10	Common Stock
Kaplan, Diana	150 95th St Apt 3A Brooklyn, NY 11209-7227	1	Common Stock
Kaplan, Jack	220 W 98th St 3K New York, NY 10025-5669	1	Common Stock
Kass, Norman & Kass, Linda	2211 Via Don Benito La Jolla, CA 92037-6430	200	Common Stock
Katzenstein, Jesse	645 W 239th St Bronx, NY 10463-1234	1	Common Stock
Katzenstein, Olivia	645 W 239th St Bronx, NY 10463-1234	1	Common Stock
Kellogg, Donald	2211 26th St 102 San Francisco, CA 94107-3298	1	Common Stock

**APPENDIX 1**  
**LIST OF EQUITY HOLDERS OF SYMS CORP., cont.**

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Number of Shares</b>	<b>Type of Shares</b>
Keschner, Howard	18 Louis Drive Melville, NY 11747-1911	100	Common Stock
Kholdani, Maryam & Kholdani, Asef	7 Creemer Rd Armonk, NY 10504-2403	10	Common Stock
Kleinberg, Seymour	645 W 239th St Bronx, NY 10463-1234	1	Common Stock
Klutz, Mary E	3160 Wedgewood Blvd Delray Beach, FL 33445-5750	100	Common Stock
Knox, William K	210 Martine Ave Apt 5D White Plains, NY 10601-3432	1	Common Stock
Korba, Harry	31 Dunston Ave Yonkers, NY 10701-6322	90	Common Stock
Korba, Harry	31 Dunston Ave Yonkers, NY 10701-6322	10	Common Stock
Kram, James A & P Kram, Beatrice	607 Glenn Ave Lehigh Acres, FL 33972-4231	30	Common Stock
Lauridsen Jr, David H	9 Robert St Stanhope, NJ 07874-3413	5	Common Stock
Lauridsen Jr, Robert B	409 Westwood Lane Rochester, IN 46975-2646	1	Common Stock
Lauridsen, Ann E	76 Blackburn Dr Basking Ridge, NJ 07920-2667	100	Common Stock
Lauridsen, Benjamin	9 Robert St Stanhope, NJ 07874-3413	10	Common Stock
Lauridsen, Charlotte	9 Robert St Stanhope, NJ 07874-3413	10	Common Stock
Lauridsen, Claire D	155 Turrell Ave South Orange, NJ 07079-2346	100	Common Stock
Lauridsen, David H	155 Turrell Ave South Orange, NJ 07079-2346	20	Common Stock
Lauridsen, Dawn	9 Robert St Stanhope, NJ 07874-3413	5	Common Stock
Levy, Mathew	976 Rector Road Bridgewater, NJ 08807-1318	10	Common Stock
Lowen, Theodore	10 Stuyvesant Oval 12C New York, NY 10009-2424	1	Common Stock
Luciano, Patsy Cust	Chaz Luciano 22 Columbus Circle Eastchester, NY 10709-1535	10	Common Stock
Luciano, Patsy Cust	Jake Luciano 22 Columbus Circle Eastchester, NY 10709-1535	10	Common Stock
Lupkin, Joseph S	7 Winfield Terrace Great Neck, NY 11023-2018	1	Common Stock
Luxhoj, Kim	230 Concord Dr Freehold, NJ 07728-1390	2	Common Stock
Mahoney, Karen	523 E 14th St Apt 2B New York, NY 10009-2941	1	Common Stock
Matt, Robert H	Carriage House 10720 Pacific St Omaha, NE 68114-4722	10	Common Stock

**APPENDIX 1**  
**LIST OF EQUITY HOLDERS OF SYMS CORP., cont.**

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Number of Shares</b>	<b>Type of Shares</b>
Mauro, Michael	1358 81 St St Brooklyn, NY 11228-3006	1	Common Stock
Mcnelly, Tamar S	Box 2564 Eugene, OR 97402-0206	1	Common Stock
Merns, Adrienne	C/O Patrick Merceron 190 Bridries Path Southampton, NY 11968	9,804	Common Stock
Merns, Daniel L	294 W 92nd St Apt 2C New York, NY 10025	1	Common Stock
Merns, Laura Living Trust	Marcy Syms Trustee C/O Syms Corp Syms Way Secaucus, NJ 7094	697,592	Common Stock
Merns, Ruth Revocable Living Trust	1500 Palisade Ave Fort Lee, NJ 07024-5337	20,000	Common Stock
Miller, Allan P	235 W 48th St Apt 41B New York, NY 10036-1434	1	Common Stock
Milstein, Andrew	16 Foulet Dr Princeton, NJ 08540-7638	1	Common Stock
Mitarotonda, James	322 Central Park W Apt 14-B New York, NY 10025-7629	110	Common Stock
Mitarotonda, Mario & Mitarotonda, Alexander	78-12 83Rd St Glendale, NY 11385-7641	10	Common Stock
Mitarotonda, Mike & Mitarotonda, Michael	60-S1 77th St Middle Vlg, NY 11379-5248	20	Common Stock
Morda, Austin D	342 E 53Rd St 2B New York, NY 10022-5230	190	Common Stock
Morda, Jason	1327 Natalie Lane Apt 307 Ann Arbor, MI 48105-2910	10	Common Stock
Morda, Joseph	69 Eisenhower Dr Yonkers, NY 10710-1209	1	Common Stock
Murphy, Christoper	523 E 14th St Apt 2B New York, NY 10009-2941	1	Common Stock
Murphy, Ryan	523 E 14th St Apt 2B New York, NY 10009-2941	1	Common Stock
Murphy, William	523 E 14th St Apt 2B New York, NY 10009-2941	1	Common Stock
Neubauer, E R	170 Brookwood Dr Tryon, NC 28782-2504	100	Common Stock
Nimburger, Andrea	520 E 20th St Apt 2C New York, NY 10009-8331	1	Common Stock
Nimburger, Brandon F	520 E 20th St Apt 2C New York, NY 10009-8331	1	Common Stock
Nimburger, Ellen C	520 E 20th St Apt 2C New York, NY 10009-8331	1	Common Stock
Patterson, Marianne Lee	18 Crosby Court Ridgefield, CT 6877	10	Common Stock
Patterson, Marina F	18 Crosby Court Ridgefield, CT 6877	10	Common Stock
Patterson, Meredith M	18 Crosby Court Ridgefield, CT 6877	10	Common Stock
Patterson, Richard	18 Crosby Court Ridgefield, CT 6877	10	Common Stock

**APPENDIX 1**  
**LIST OF EQUITY HOLDERS OF SYMS CORP., cont.**

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Number of Shares</b>	<b>Type of Shares</b>
Patterson, Richard W	18 Crosby Court Ridgefield, CT 6877	10	Common Stock
Pecora, Mary C	4 Rita Lane White Plains, NY 10607-1023	450	Common Stock
Pershing LLLC Cust	Denise Calcaterra 2125 Portland Ave Scotch Plains, NJ 07076-1841	10	Common Stock
Pershing LLLC Cust	Christopher C Schwabacher 14 E 90th St Apt 11D New York, NY 10128-0671	10	Common Stock
Pershing LLLC Cust	Charles Damato 156 W 56th Street New York, NY 10022	10	Common Stock
Pershing LLLC Cust	Alan Nisselson 171 Baltic St Brooklyn, NY 11201-6173	10	Common Stock
Pershing LLLC Cust	Christopher L Chin 39 Horne Tooke Rd Palisades, NY 10964-1403	10	Common Stock
Pershing LLLC Cust	Maritza Segarra 72 Kewanee Rd New Rochelle, NY 10804-1302	10	Common Stock
Pershing LLLC Cust	Howard L Simon 72 Wood Hollow Lane New Rochelle, NY 10804-3422	10	Common Stock
Petrin, Michael	430 Mcelroy Rd Memphis, TN 38120-1513	1	Common Stock
Piersiak, Michele A Cust	James Morgan Piersiak 34 Daleham St Staten Island, NY 10308-1819	1	Common Stock
Pletzer, Daniel	1 Harborside Pl 447 Jersey City, NJ 07311-3927	10	Common Stock
Pollack, Ellen H Cust	Melissa A Pollack 3814 Whitland Ave Nashville, TN 37205-2432	20	Common Stock
Portnoy, Orin & Portnoy, Robin L	65 Hillcrest Dr Upper Saddle River, NJ 07458-2031	10	Common Stock
Purola, Laurine	143 Patton Ave Princeton, NJ 08540-5301	50	Common Stock
Rapavy, Diane M	310 First Ave 8H New York, NY 10009-1706	1	Common Stock
Rapavy, William	310 First Ave 8H New York, NY 10009-1706	1	Common Stock
Rappa, Amanda	882 Edgegrove Ave Staten Island, NY 10309-2407	1	Common Stock
Rappa, Mary	882 Edgegrove Ave Staten Island, NY 10309-2407	1	Common Stock
Rappa, Peter	882 Edgegrove Ave Staten Island, NY 10309-2407	1	Common Stock
Rappa, Vincent	882 Edgegrove Ave Staten Island, NY 10309-2407	1	Common Stock
Ratkiewicz, Piotr & Ratkiewicz, Aleksandra Sophia	460 59th St Brooklyn, NY 11220-3814	200	Common Stock

**APPENDIX 1**  
**LIST OF EQUITY HOLDERS OF SYMS CORP., cont.**

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Number of Shares</b>	<b>Type of Shares</b>
Reich, Kenneth L & Reich, Jean E	1 Tanyard Rd Richboro, PA 18954-1091	150	Common Stock
Riordan, Carol A	2012 N Arrowhead Dr Chandler, AZ 85224-2764	15	Common Stock
Rousse, Edmond G	2 Waterman St Barre, VT 05641-3925	1	Common Stock
Rousse, Olivia A	2 Waterman St Barre, VT 05641-3925	1	Common Stock
Rousse, Sandra A	2 Waterman St Barre, VT 05641-3925	1	Common Stock
Ruiz II, Clark D & Ruiz, Alyssa G	72 Todd Drive North Glen Head, NY 11545-1406	10	Common Stock
Ruiz II, Clark D & Ruiz III, Clark D	72 Todd Drive North Glen Head, NY 11545-1406	10	Common Stock
Ruiz II, Clark D & Ruiz, Claudia M	72 Todd Drive North Glen Head, NY 11545-1406	10	Common Stock
S & K Famous Brands Inc	Attn Robert E Knowles P O Box 31800 Richmond, VA 23294-1800	1	Common Stock
S&K Famous Brands	Attn Stuart Siegel 11100 W Broad St Box 31800 Richmond, VA 23294	1	Common Stock
Safron, Gary & Safron, Nancy	2416 Braeburn Flossmoor, IL 60422-1808	100	Common Stock
Salamone, Ralph G	352 Mineola Blvd Mineola, NY 11501-1505	1	Common Stock
Sami, Medhat F	35 Foxhunt Crescent Syosset, NY 11791-1702	10	Common Stock
Sami, Medhat F	35 Foxhunt Crescent Syosset, NY 11791-1702	10	Common Stock
Samuelson, Thor A & Samuelson, Brigit E	260 Samuelson Drive Edgerton, WI 53534-8424	100	Common Stock
Sarubbi, Sabina	28 Jennifer Lane Hartsdale, NY 10530-1218	50	Common Stock
Saunders, Matthew E	235 E 87th St Apt 9L New York, NY 10128-3227	1	Common Stock
Scharfstein, Sol	28 North Dr Livingston, NJ 07039-3508	10	Common Stock
Schlesinger, Arthur	825 E 9th St 1C Brooklyn, NY 11230-2868	1	Common Stock
Secor, David	56 Fox Street Harrisburg, PA 17109-3811	200	Common Stock
Seid, Elizabeth	43 Valley Rd Larchmont, NY 10538-1539	1	Common Stock
Seid, Karen	43 Valley Rd Larchmont, NY 10538-1539	1	Common Stock
Seid, Matthew	43 Valley Rd Larchmont, NY 10538-1539	1	Common Stock
Seid, Michael	43 Valley Rd Larchmont, NY 10538-1539	1	Common Stock

**APPENDIX 1**  
**LIST OF EQUITY HOLDERS OF SYMS CORP., cont.**

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Number of Shares</b>	<b>Type of Shares</b>
Seid, Randi	43 Valley Rd Larchmont, NY 10538-1539	1	Common Stock
Seid, Richard	43 Valley Rd Larchmont, NY 10538-1539	1	Common Stock
Seigelstein, Lauren F	300 E 40th St 3B New York, NY 10016-2144	1	Common Stock
Seigelstein, Lawrence	300 E 40th St 3B New York, NY 10016-2144	1	Common Stock
Service Merchandise Co Inc	Attn Eric A Linn 1540 E Dundee Rd Ste 240 Palatine, IL 60074-8320	1	Common Stock
Settle-Kane, Carrie	1245 Canyon Way Wellington, FL 33414-3143	1	Common Stock
Shaffer, Arline	110 Highland Ave Short Hills, NJ 07078-2845	1	Common Stock
Sherman, David & Sherman, Elizabeth	245 E 93Rd St Apt 18B New York, NY 10128-3958	3,000	Common Stock
Sinon, Adelaide	3194 Tenth Ave N St Petersburg, FL 33713-6628	1	Common Stock
Sivak, Paul S	135 City Centre Mall Middletown, OH 45042-1903	20	Common Stock
Smith, Carol A	1239 Ware Rd Palmer, MA 01069-9530	1	Common Stock
Smith, Richard J	1239 Ware Rd Palmer, MA 01069-9530	1	Common Stock
Smith, Robert F	24 E Palmer Rd Palmer, MA 1069	1	Common Stock
Sole, Andrew	3066 County Hwy 36 Denver, NY 12421	100	Common Stock
Sole, George	222 E 82nd St Apt 6B New York, NY 10028-2743	100	Common Stock
Sole, Michael	383 Eastwood Rd Woodmere, NY 11598-1637	100	Common Stock
Sparber, Roy M & Sparber, Susan C	S3 N Moore St 6D New York, NY 10013-2380	10	Common Stock
SPCS Inc	Box 220 Denver, CO 80201	1	Common Stock
Stacher, Barney	4 Stuyvesant Oval 12F New York, NY 10009-2404	1	Common Stock
Stacher, Emma	4 Stuyvesant Oval 12F New York, NY 10009-2404	1	Common Stock
Stacher, Gayle	4 Stuyvesant Oval 12F New York, NY 10009-2404	1	Common Stock
Stacher, Macy	4 Stuyvesant Oval 12F New York, NY 10009-2404	1	Common Stock
Street, Marc D	1537 Woodland Rd Salisbury, MD 21801-6738	4	Common Stock
Strunin, Albert	29 Olde Forge Lane Tarrytown, NY 10591-6501	175	Common Stock
Sugarman, Mark	10478 Lexington Cir S Boynton Beach, FL 33436-4555	400	Common Stock



**APPENDIX 1**  
**LIST OF EQUITY HOLDERS OF SYMS CORP., cont.**

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Number of Shares</b>	<b>Type of Shares</b>
Syms Merns, Marcy	One Syms Way Secaucus, NJ 7094	946,932	Common Stock
Syms, Marcy	One Syms Way Secaucus, NJ 7094	317,183	Common Stock
Tamarkin, Lynn	625 Park Ave New York, NY 10021-6545	1,000	Common Stock
Tanaka, Yasu	13953 Panay Way Marina Del Rey, CA 90292-6158	10	Common Stock
The Burpee Foundation Inc	C/O Windels Marx Et Al Attn Mel P Barkan Esq 156 W 56th St New York, NY 10019-3800	10	Common Stock
The Marcy Syms Revocable Living Trust	Marcy Syms Trustee 1 Syms Way Secaucus, NJ 7094	5,896,087	Common Stock
Tolnai, Judit	222 E 82nd St Apt 68 New York, NY 10028-2743	100	Common Stock
Tuli, Sikandar & Tuli, Rajesh	3280 Dale Road Bensalem, PA 19020-4606	200	Common Stock
Venkateswaran, Balachandran Cust	Venkat Bala Chandar 30 Newport Dr Princeton Junction, NJ 08550-2224	100	Common Stock
Venkateswaran, Balachandran Cust	Vijay Bala Chandar 30 Newport Dr Princeton Junction, NJ 08550-2224	100	Common Stock
Vergolias, George	1853 Norfolk Ave Westchester, IL 60154-4431	5	Common Stock
Vergolias, Jodie	1853 Norfolk Ave Westchester, IL 60154-4431	5	Common Stock
Vergolias, Kim	1853 Norfolk Ave Westchester, IL 60154-4431	5	Common Stock
Videen, Randall John Triske Trust	4346 W Banff Ln Glendale, AZ 85306-3602	100	Common Stock
Walsh, Hannah	423B West St Fort Lee, NJ 07024-5029	1	Common Stock
Walsh, Jack	423B West St Fort Lee, NJ 07024-5029	1	Common Stock
Walsh, Jennifer	423B West St Fort Lee, NJ 07024-5029	1	Common Stock
Walsh, Matthew	333 WS6th St 9L New York, NY 10019-3771	1	Common Stock
Wargo, Jacqueline L	553 Judd Rd Easton, CT 06612-1044	200	Common Stock
Weinstein, George	1821 Browning Ct Park City, UT 84098-7526	200	Common Stock
Weiss, Susanne Cust	Alexis Weiss 135 Rupert Ave Staten Island, NY 10314-5052	1	Common Stock
Weiss, Susanne Cust	Alyssa Weiss 135 Rupert Ave Staten Island, NY 10314-5052	1	Common Stock

**APPENDIX 1**  
**LIST OF EQUITY HOLDERS OF SYMS CORP., cont.**

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Number of Shares</b>	<b>Type of Shares</b>
Weiss, Susanne Cust	Evan Weiss 13S Rupert Ave Staten Island, NY 10314-5052	1	Common Stock
White Plains Pediatric Group	Group Pc Retirement Trust Attn Dr Judah Roher 410 N Broadway White Plains, NY 10603-3312	10	Common Stock
Wolf, Marshall	Box 7059 New York, NY 10008-7059	1	Common Stock
Workman , Judith	19813 Linnet St Woodland Hills, CA 91364-3622	1	Common Stock
Workman, Cheryl	4 Stuyvesant Oval Apt 9G New York, NY 10009-2404	1	Common Stock
Workman, Douglas J	19813 Linnet St Woodland Hills, CA 91364-3622	1	Common Stock
Workman, Lindsay	19813 Linnet St Woodland Hills, CA 91364-3622	1	Common Stock
Yurkiewitz, Howard	Box 693 Fair Lawn, NJ 07410-0693	1,000	Common Stock
Ziskin, Robert M & Ziskin, Stacey	Kettle Lane Dix Hills, NY 11746	20	Common Stock
Ziskin, Robert M Cust	Richard B Ziskin Kettle Lane Dix Hills, NY 11746	20	Common Stock
Zucker, Donald	101 W 55th St New York, NY 10019-5343	10,000	Common Stock

**SYMS CORP.**

**Secretary's Certificate**

The undersigned, being the Secretary of Syms Corp., a New Jersey corporation (the "Corporation"), does hereby certify as follows:

Attached hereto as Annex A is a true, correct and complete copy of resolutions duly adopted by the board of directors of the Corporation on November 1, 2011 (the "Resolutions"), and such Resolutions have not been modified or rescinded and are in full force and effect.

IN WITNESS WHEREOF, the undersigned, has executed and caused this certificate to be delivered as of November 1, 2011.

**SYMS CORP.**

By:   
Name: Laura McCabe Brandt  
Title: Secretary

## **ANNEX A**

## RESOLUTIONS OF THE BOARD OF DIRECTORS OF SYMS CORP.

WHEREAS, the Board of Directors (the "Board") of Syms Corp., a New Jersey corporation (the "Corporation"), having explored the strategic alternatives of the Corporation and the best course of action to maximize shareholder value, deems it advisable and in the best interests of the Corporation, its creditors, shareholders and other interested parties that a petition be filed by the Corporation seeking relief under the provisions of chapter 11 of title 11, United States Code (the "Bankruptcy Code"), in which the authority to operate as a debtor in possession will be sought, and the filing of such petition is authorized hereby;

WHEREAS, the Board deems it advisable and in the best interests of the Corporation to authorize the officers of the Corporation (including any interim officers of the Corporation), Jeff M. Feinberg and Gary Binkoski (each, an "Authorized Representative" and collectively, the "Authorized Representatives") to take any other actions in connection with the chapter 11 proceedings;

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

RESOLVED that in the judgment of the Board it is desirable and in the best interest of each of the Corporation, its creditors, shareholders and other interested parties that a petition be filed by the Corporation seeking relief under the provisions of chapter 11 of the Bankruptcy Code, in which the authority to operate as a debtor in possession will be sought, and the filing of such petition is authorized hereby; and it is further

RESOLVED that the Authorized Representatives be, and each of them hereby is, appointed by the Board as an authorized signatory in connection with the chapter 11 proceedings authorized herein; and it is further

RESOLVED that the Authorized Representatives be, and each of them hereby is, authorized, directed and empowered, on behalf of and in the name of the Corporation, to execute, verify and/or file, or cause to be filed and/or executed or verified (or direct others to do so on their behalf as provided herein) all necessary documents, including, without limitation, all petitions, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in that connection to employ and retain all assistance by legal counsel, accountants or other professionals and to take any and all action which they deem necessary, proper or desirable in connection with the chapter 11 case, including any and all action necessary, proper or desirable in connection with the selling of all of the Corporation's merchandise by means of a "store closing," "sale on everything," "everything must go," "going out of business" or other similar themed sale, and entering into an agency or similar agreement, with a view to the successful prosecution of such case; and it is further

RESOLVED that the law firm of Skadden, Arps, Slate, Meagher & Flom LLP, and its affiliated law practice entities be, and hereby are, employed under a general retainer to render legal services to, and to represent, the Corporation in connection with the chapter 11 case and any other related matters in connection therewith, on such terms as any Authorized Representative shall approve; and it is further

RESOLVED that the firm of Alvarez & Marsal North America, LLC, be, and hereby is, employed to provide the Corporation with a President and Chief Operating Officer, a Chief Financial Officer, and certain additional employees of it and its professional service provider affiliates, in connection with the chapter 11 case, on such terms as any Authorized Representative shall approve; and it is further

RESOLVED that the firm of Rothschild Inc. be, and hereby is, employed as investment banker for the Corporation in connection with the chapter 11 case, on such terms as any Authorized Representative shall approve; and it is further

RESOLVED that the firm of Cushman and Wakefield Securities, Inc. be, and hereby is, employed as real estate financial advisor for the Corporation in connection with the chapter 11 case, on such terms as any Authorized Representative shall approve; and it is further

RESOLVED that the firm of Cushman and Wakefield Inc. be, and hereby is, employed as real estate broker for the Corporation in connection with the chapter 11 case, on such terms as any Authorized Representative shall approve; and it is further

RESOLVED that, the Authorized Representatives are hereby authorized to select such entity or entities as they shall choose to be, and it (or they) hereby is (or are) employed as liquidation agents (the "Liquidation Agents") for the Company in connection with the chapter 11 case on such terms as any Authorized Representative shall approve; and it is further

RESOLVED that all acts lawfully done or actions lawfully taken by any Authorized Representative to seek relief on behalf of the Corporation under chapter 11 of the Bankruptcy Code, or in connection with the chapter 11 case, or any matter related thereto, including, but not limited to, in connection with (i) entering into an agency or similar agreement and (ii) the selling of all of the Corporation's merchandise by means of a "store closing", "sale on everything", "everything must go", "going out of business" or other similarly themed sale, each as described to the Board be, and they hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Corporation; and it is further

RESOLVED that the Corporation as debtor and debtor in possession under chapter 11 of the Bankruptcy Code be, and it hereby is, authorized to enter into an agency or similar agreement with the Liquidation Agents for the purpose of a "store closing", "sale on

everything", "everything must go", "going out of business" or other similarly themed sale, in substantially the form provided or described to the Board (with such final terms and provisions as the Authorized Representative executing such agency or similar agreement may approve); and it is further

RESOLVED that the Corporation, as debtor and debtor in possession under chapter 11 of the Bankruptcy Code, be, and it hereby is, authorized to obtain the use of cash collateral in such amounts and on such terms as may be approved by any one or more of the Authorized Representatives as is reasonably necessary for the continuing conduct of the affairs of the Corporation and certain of its subsidiaries; and it is further

RESOLVED that the Authorized Representatives be, and each of them hereby is, authorized and empowered, in the name and on behalf of the Corporation, to take all such actions to obtain any authorizations, consents, waivers or approvals of any third party that such Authorized Representatives deem necessary, appropriate or advisable to effect the transactions contemplated by these resolutions, and such Authorized Representatives may execute and deliver or cause to be delivered such agreements and other documents and may take all such other actions as such Authorized Representative deems necessary or advisable to effect this resolution; and it is further

RESOLVED that the Authorized Representatives be, and each of them hereby is, authorized and empowered for and in the name and on behalf of the Corporation to amend, supplement or otherwise modify from time to time the terms of any documents, agreements, instruments, financing statements, notices, undertakings, certificates or other writings referred to in the foregoing resolutions; and it is further

RESOLVED that all instruments, agreements, certificates, consents, waivers or other documents heretofore executed and delivered (or caused to be executed and delivered) and all acts lawfully done or actions lawfully taken by any Authorized Representative in connection with the chapter 11 case, any agency or similar agreement, or any further action to seek relief on behalf of the Corporation under chapter 11 of the Bankruptcy Code, or in connection with the chapter 11 case, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Corporation; and it is further

RESOLVED that the Authorized Representatives be, and each of them hereby is, authorized, directed and empowered, in the name and on behalf of the Corporation, to take or cause to be taken any and all such further action and to execute, deliver, verify and/or file, or cause to be executed, delivered, verified and/or filed (or direct others to do so on its behalf as provided herein) all such further documents, agreements, instruments, financing statements, notices, undertakings, certificates and other writings, and to incur all such fees and expenses as in their judgment shall be necessary, appropriate or advisable in the good faith judgment of such Authorized Representative to effectuate the purpose and intent of any and all of the foregoing resolutions; and it is further

RESOLVED that the Authorized Representatives be, and each of them hereby is, authorized, directed and empowered, in the name and on behalf of the Corporation, to pay and direct the payment of all fees and expenses as in their judgment shall be necessary, appropriate or advisable in the good faith judgment of such Authorized Representative to effectuate the purpose and intent of these resolutions; and it is further

RESOLVED that all actions previously taken by any Authorized Representative or counsel with respect to the matters contemplated by these resolutions, including but not limited to any agency or similar agreement, are hereby adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Corporation.